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Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
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Phone : (850) 521-1000
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FLORIDA PROFIT/NON PROFIT CORPORATION

Uppercase, Inc.

Certificate of Status	0
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WTC S C, A. WARES, ESQ.

NO. 371
FAX 813-961-4732

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**ARTICLES OF INCORPORATION
OF
UPPERCASE, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this Corporation shall be:

UPPERCASE, INC.

ARTICLE II

Principal Office

The address of the principal office of this Corporation is 935 East McBerry, Street, Tampa, 33603-2324, and the mailing address of the Corporation shall be the same.

ARTICLE III

Business and Purposes

The general purpose for which this Corporation is organized is the rendition of web site design, development and maintenance services, and the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

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ARTICLE IV

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this Corporation shall be 10,000 shares of nonconvertible common stock with a par value of \$1.00 per share, all of which shares are to be of the same class. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this Corporation. The consideration for the issuance of said shares of capital stock shall be money or other property, excluding services and stock or other securities, whether of the issuer or some other corporation, and may be paid, in whole or in part, in cash, or in other property (tangible or intangible) at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Existence of Corporation

This Corporation shall have perpetual existence.

ARTICLE VI

Registered Office and Registered Agent

The initial registered office of this Corporation shall be located at 935 East McBerry Street, Tampa, Florida 33603-2324, and the initial registered agent of this Corporation at such office shall be Matthew J. Morgan. This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII

Board of Directors

The Board of Directors of this Corporation shall consist of one (1) member, but the number of members may be changed by the stockholders amending the Bylaws in the manner provided therein. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at or meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this Corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this Corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors shall consist of Matthew J. Morgan, who shall hold office until his successor has been duly elected and qualified. The name and street address of the initial director is 935 East McBerry Street, Tampa, Florida 33603-23324

ARTICLE IX

Officers

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

Name

Address

Matthew J. Morgan
Pres./Secty/Treas

935 East McBerry Street
Tampa, Florida 336032324

ARTICLE X

Incorporator

The name and street address of the incorporator making these Articles of Incorporation is:

Name

Address

William A. Wares

4407 Carrollwood Village Drive
Tampa, Florida 33624

ARTICLE XI

Bylaws

(a) The power to adopt the bylaws of this Corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by vote of the stockholders. No bylaw which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by the vote of the directors until two years shall have expired since such action by vote of such stockholders.



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(b) The bylaws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XII

Amendment of Articles of Incorporation

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on June 2, 2008.


WILLIAM A. WARES
4407 Carrollwood Village Drive
Tampa, Florida 33618-8638
(813) 961-4732

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ACCEPTANCE OF SERVICE AS REGISTERED AGENT

MATTHEW J. MORGAN, having a business office identical with the registered office of UPPERCASE, Inc. the corporation named above, and having been designated as registered agent in the above and foregoing Articles, is familiar with and hereby accepts the obligations of the position of Registered Agent under Section 607.0303, Florida Statutes, and hereby agrees and consents to act in that capacity.

DATED this 2 day of June, 2008.


MATTHEW J. MORGAN

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